

# NICHOLAS INVESTMENT PARTNERS

## Nicholas Partners Small Cap Growth Fund

The Advisors' Inner Circle Fund III

Investment Adviser:  
**NICHOLAS INVESTMENT PARTNERS, L.P.**

**Annual Report**

**September 30, 2019**

Beginning on January 1, 2021, as permitted by regulations adopted by the Securities and Exchange Commission, paper copies of the Fund's shareholder reports will no longer be sent by mail, unless you specifically request paper copies of the reports from the Fund or from your financial intermediary, such as a broker-dealer or bank. Instead, the reports will be made available on a website, and you will be notified by mail each time a report is posted and provided with a website link to access the report.

If you already elected to receive shareholder reports electronically, you will not be affected by this change and you need not take any action. You may elect to receive shareholder reports and other communications from the Fund electronically by contacting your financial intermediary.

You may elect to receive all future reports in paper free of charge. If you invest through a financial intermediary, you can contact your financial intermediary to inform it that you wish to continue receiving paper copies of your shareholder reports. If you invest directly with the Fund, you can inform the Fund that you wish to continue receiving paper copies of your shareholder reports by calling 1-833-810-7345. Your election to receive reports in paper will apply to the Small Cap Growth Fund held with your financial intermediary if you invest through a financial intermediary or Nicholas Investment Partners, L.P. if you invest directly with the Fund.

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**TABLE OF CONTENTS**

Shareholder Letter .....	1
Schedule of Investments .....	5
Statement of Assets and Liabilities .....	9
Statement of Operations .....	10
Statement of Changes in Net Assets .....	11
Financial Highlights .....	12
Notes to Financial Statements .....	13
Report of Independent Registered Public Accounting Firm .....	24
Disclosure of Fund Expenses .....	26
Trustees and Officers of the Advisors' Inner Circle Fund III .....	28

The Fund files its complete schedule of investments with the Securities and Exchange Commission (the "Commission") for the first and third quarters of each fiscal year on Form N-Q or as an exhibit to its reports on Form N-PORT within sixty days after period end. The Fund's Form N-Q and Form N-PORT reports are available on the Commission's website at <https://www.sec.gov>, and may be reviewed and copied at the Commission's Public Reference Room in Washington, DC. Information on the operation of the Public Reference Room may be obtained by calling 1-800-SEC-0330.

A description of the policies and procedures that the Fund uses to determine how to vote proxies relating to Fund securities, as well as information relating to how a Fund voted proxies relating to fund securities during the most recent 12-month period ended June 30, is available (i) without charge, upon request, by calling 1-833-810-7345; and (ii) on the Commission's website at <https://www.sec.gov>.

**LETTER TO SHAREHOLDERS (Unaudited)**

Dear Shareholders,

Following in the footsteps of our ten-year old institutional small cap growth separate account strategy, we launched the Nicholas Partners Small Cap Growth Fund in mid-January this year. We felt that three factors—US trade with China, interest rates and consumer confidence—would hold the key to the market's direction in 2019. While two of those factors (interest rates and confidence) have played out positively, as we'd hoped, the third (trade) remained unsettled but appears to be approaching some degree of resolution.

During the year, a variety of signs pointed to decelerating global economic growth:

- GDP forecasts for a number of major nations declined.
- PMI manufacturing activity—a crucial indicator of economic health—remained stagnant or weak for most large economies. Results through September showed that manufacturing was contracting widely, with few exceptions (notably the US and France).

As global growth slowed and fears of recession risk rose, expectations for earnings and revenue growth faded. Monetary policy moved from neutral-to-stimulative not only in the US, but also in Europe. In China, the government embarked on an aggressive program to spark the nation's sputtering economy early in the year.

Against this backdrop, stocks are at or close to all-time highs, with large-cap stocks leading. In our view, small-caps disproportionately underperformed large as risk aversion increased during periods of heightened US-China trade war escalation and greater concerns of recession risk at this late stage of an extended economic cycle. Despite this negative comparison to large cap asset classes, our management has provided a bright spot for investors in the small end of the market.

**NPSGX Fund Performance Recap**

As of September 30, 2019

As of September 30, 2019	YTD (1/16/19 - 9/30/2019)	Since Inception (1/16/2019)
Nicholas Partners Small Cap Growth (NPSGX—institutional shares)	10.70%	10.70%
Russell 2000 Growth (benchmark)	6.86%	6.86%

For the fiscal year ended September 30, 2019, the Nicholas Partners Small Cap Growth Fund (the "Fund") returned 10.70%, outperforming the Russell 2000 Growth Index's ("benchmark") return of 6.86%, delivering outperformance of almost 400 basis points.

Active management and stock selection, key elements differentiating Nicholas Investment Partners from passive strategies, drove the Fund's outperformance over the benchmark for

the fiscal year ending September 2019. Anticipating opportunities, the Fund was well positioned early in the year to capitalize on a strong rebound in small-cap growth stocks created by a significant market drawdown in 4Q18.

Throughout the year, the Fund has tapped our core competencies and remained focused on disruptive and innovative niches in healthcare and technology, as well as certain consumer sectors. The Fund's largest exposures have been expressed in well-capitalized healthcare companies working on curative therapies and technologies that address unmet medical needs, subscription software providers whose consistent revenues lessen the risk of financial underperformance, and food product companies with distinctive business models that are gaining market share.

This focus has worked well as the Fund's exposure to software, REITs tied to direct-to-consumer (a.k.a "last mile"), revitalized food product brands, and med-tech holdings contributed over 60% of the Fund's gains for the period and were the most additive to excess returns over the benchmark. In contrast, the Fund's exposure to energy and communication services stocks (which account for less than a 5% average weight) detracted from absolute returns while the Fund's underweight to industrials (8.2% average weight vs. 18.3%) and its communication services positions detracted from relative returns compared to the benchmark.

As we look forward, the environment is a challenging mix of concern, with few positive green shoots. The news of a potential Phase 1 US-China trade agreement and better-than-expected US economic data, especially in labor, housing and the consumer sectors, reduces the probability of a recession next year. The question remains as to whether this is a temporary staving off or a chance for the economy to regain its footing. Regardless, this should bring into focus small-cap stocks' attractive valuations relative to large caps, which are trading at their largest discount in 20 years. As we see it, a technical breakout and mean reversion could drive small caps higher.

Stock selection remains critical in our view and credit and quality should become increasingly important to company-specific outlooks. We see this an important time to re-test our thesis, confirm valuation expectations, stand by our investment tenants and avoid making emotional decisions.

With a weaker outlook for earnings and revenue growth going forward, we believe we have positioned the portfolio to benefit in an environment in which growth is scarce – one leading to a premium for growth. We continue to believe that the companies we own have sustainable long-term growth catalysts that can drive superior earnings performance and, therefore, strong returns. We remain mindful of valuations as part of our disciplined risk-monitoring process.

At this stage in the cycle, we're taking profits in companies whose growth catalysts are fully reflected in their valuation and moving away from companies that are more reliant on global GDP growth.

We appreciate those early investors who have joined us in this dynamic fund and look forward updating you on our progress in six months.

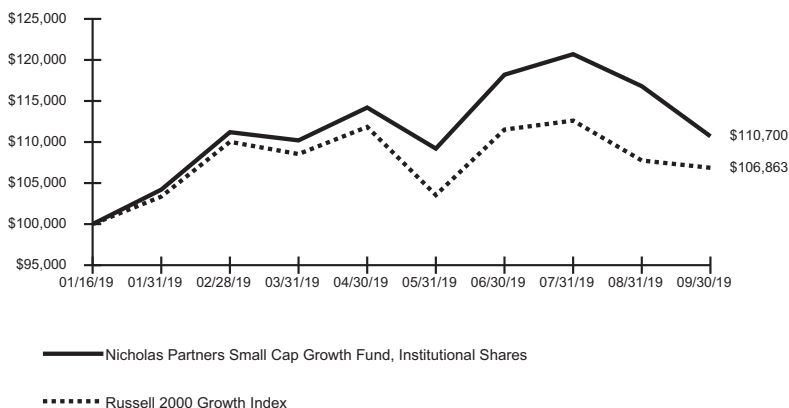
*This letter represents contains manager's opinion on market events and the fund's performance. It should not be regarded as investment advice or recommendation of specific securities. Investing involves risk, including the potential loss of principal. There is no guarantee the fund will achieve its investment objective.*

#### Definition of the Comparative Index

**Russell 2000 Growth Index** measures the performance of the small-cap growth segment of the U.S. equity universe. It includes those Russell 2000 companies with higher price-to-book ratios and higher forecasted growth values. It is constructed to provide a comprehensive and unbiased barometer for the small-cap growth segment. The Index is completely reconstituted annually to ensure larger stocks do not distort the performance and characteristics of the true small-cap opportunity set and that the represented companies continue to reflect growth characteristics.

Comparison of Change in the Value of a \$100,000 Investment in the Nicholas Partners Small Cap Growth Fund, Institutional Class Shares versus the Russell 2000 Growth Index.

Cumulative Total Return For The Period Ended September 30, 2019	
	Cumulative Inception to Date*
Nicholas Partners Small Cap Growth Fund, Institutional Shares	10.70%
Russell 2000 Growth Index	6.86%



\* The Fund commenced operations on January 16, 2019.

The performance data quoted herein represents past performance and the return and value of an investment in the Fund will fluctuate so that, when redeemed, may be worth less than its original cost.

The Fund's performance assumes the reinvestment of dividends and capital gains. Index returns assume reinvestment of dividends and, unlike a fund's returns, do not reflect any fees or expenses. If such fees and expenses were included in the index returns, the performance would have been lower.

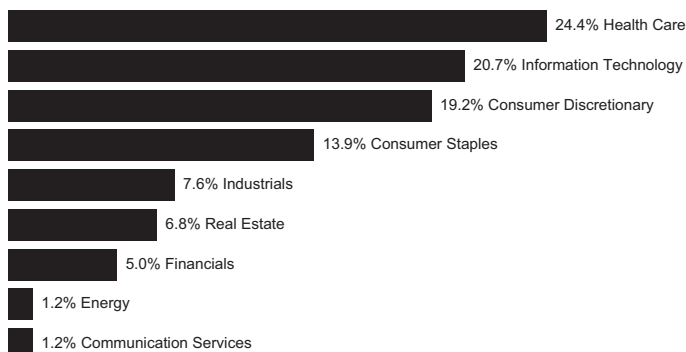
Please note that one cannot invest directly in an unmanaged index.

There are no assurances that the Fund will meet its stated objectives. The Fund's holdings and allocations are subject to change because it is actively managed and should not be considered recommendations to buy individual securities.

Returns shown do not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the redemption of Fund shares.

See definition of the comparative index on page 3.

SECTOR WEIGHTINGS† (Unaudited)



† Percentages are based on total investments.

SCHEDULE OF INVESTMENTS  
COMMON STOCK — 96.8%

	Shares	Value
<b>Communication Services — 1.2%</b>		
Cardlytics *	17,776	\$ 595,851
<b>Consumer Discretionary — 18.6%</b>		
Boot Barn Holdings *	10,800	376,920
Callaway Golf	83,106	1,613,088
Cheesecake Factory	10,509	438,015
Chegg *	17,158	513,882
Clarus	43,177	506,250
Denny's *	17,352	395,018
Etsy *	6,215	351,148
Five Below *	6,380	804,518
frontdoor *	21,663	1,052,172
Kontoor Brands	11,240	394,524
Lovesac *	8,823	164,726
Papa John's International	14,981	784,255
Planet Fitness, CI A *	8,862	512,844
Steven Madden	4,160	148,886
Stoneridge *	29,058	899,926
Wendy's	26,319	525,854
		<u>9,482,026</u>
<b>Consumer Staples — 13.4%</b>		
Chefs' Warehouse *	17,263	696,044
Freshpet *	26,654	1,326,570
Grocery Outlet Holding *	10,803	374,648

The accompanying notes are an integral part of the financial statements.

**COMMON STOCK — continued**

	Shares	Value
<b>Consumer Staples — continued</b>		
Hostess Brands, CI A *	67,541	\$ 944,561
Inter Parfums	5,175	362,095
Nomad Foods *	80,375	1,647,687
Simply Good Foods *	51,114	1,481,795
		<u>6,833,400</u>
<b>Energy — 1.1%</b>		
Matador Resources *	35,036	579,145
<b>Financials — 4.8%</b>		
eHealth *	5,209	347,909
Essent Group	13,432	640,304
Kemper	18,660	1,454,547
		<u>2,442,760</u>
<b>Health Care — 23.7%</b>		
Amarin ADR *	35,628	540,120
Argenx ADR *	4,299	489,914
Biohaven Pharmaceutical Holding *	14,002	584,163
Exact Sciences *	4,364	394,375
Global Blood Therapeutics *	8,340	404,657
Guardant Health *	5,143	328,278
GW Pharmaceuticals PLC ADR *	2,694	309,891
Horizon Therapeutics PLC *	18,129	493,653
Immunomedics *	31,703	420,382
Inspire Medical Systems *	2,115	129,057
Insulet *	4,889	806,343
Krystal Biotech *	9,251	321,241
Medicines *	14,033	701,650
MyoKardia *	9,116	475,399
NeoGenomics *	26,534	507,330
Novocure *	12,111	905,660
Personalis *	22,347	327,942
Phreesia *	17,233	417,728
Reata Pharmaceuticals, CI A *	5,623	451,471
Repligen *	9,595	735,840
Sage Therapeutics *	3,044	427,043
Sarepta Therapeutics *	3,142	236,655
Silk Road Medical *	11,058	359,717
Teladoc Health *	9,004	609,751
Turning Point Therapeutics *	8,423	316,705
uniQure *	9,299	366,009
		<u>12,060,974</u>

The accompanying notes are an integral part of the financial statements.



**COMMON STOCK — continued**

	Shares	Value
<b>Industrials — 7.4%</b>		
Chart Industries *	8,556	\$ 533,552
Kornit Digital *	28,954	891,204
Saia *	3,094	289,908
SkyWest	23,362	1,340,979
Trex *	7,543	685,885
		<u>3,741,528</u>
<b>Information Technology — 20.0%</b>		
Alteryx, CI A *	4,087	439,066
Aspen Technology *	3,717	457,488
Avalara *	9,547	642,418
CACI International, CI A *	8,018	1,854,243
Coupa Software *	3,295	426,933
Elastic *	5,205	428,580
Everbridge *	11,220	692,386
ForeScout Technologies *	14,704	557,576
HubSpot *	2,916	442,095
Lattice Semiconductor *	39,387	720,191
ManTech International, CI A	9,335	666,612
Monolithic Power Systems	7,926	1,233,523
Rapid7 *	10,450	474,326
Smartsheet, CI A *	13,646	491,665
Upland Software *	9,364	326,429
Workiva, CI A *	7,783	341,129
		<u>10,194,660</u>
<b>Real Estate — 6.6%</b>		
Americold Realty Trust ‡	38,069	1,411,218
NexPoint Residential Trust ‡	11,221	524,694
Terreno Realty ‡	27,379	1,398,793
		<u>3,334,705</u>
<b>Total Common Stock</b>		
(Cost \$41,165,207)		<u>49,265,049</u>
<b>Total Investments - 96.8%</b>		
(Cost \$41,165,207)		<u>\$ 49,265,049</u>

Percentages are based on Net Assets of \$50,883,996.

\* Non-income producing security.

‡ Real Estate Investment Trust.

The accompanying notes are an integral part of the financial statements.

ADR — American Depositary Receipt

CI — Class

PLC — Public Limited Company

As of September 30, 2019, all of the Fund's investments were considered Level 1 in accordance with the authoritative guidance of fair value measurements and disclosure under U.S. generally accepted accounting principles.

For the period ended September 30, 2019, there were no transfers in or out of Level 3.

For more information on valuation inputs, see Note 2 – Significant Accounting Policies in the Notes to Financial Statements.

**STATEMENT OF ASSETS AND LIABILITIES****Assets:**

Investments, at Value (Cost \$41,165,207) .....	\$ 49,265,049
Cash .....	999,312
Receivable for Investment Securities Sold .....	624,590
Dividend and Interest Receivable .....	20,529
Deferred Offering Costs .....	30,138
Prepaid Expenses .....	2,336

<b>Total Assets</b> .....	<u>50,941,954</u>
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**Liabilities:**

Audit Fees Payable .....	12,300
Payable Due to Adviser .....	10,602
Shareholder Servicing .....	8,509
Payable Due to Administrator .....	6,575
Printing Fees Payable .....	6,454
Chief Compliance Officer Fees Payable .....	1,581
Other Accrued Expenses .....	11,937

<b>Total Liabilities</b> .....	<u>57,958</u>
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<b>Net Assets</b> .....	<u>\$ 50,883,996</u>
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**Net Assets Consist of:**

Paid-in Capital .....	\$ 40,991,673
Total Distributable Earnings .....	9,892,323

<b>Net Assets</b> .....	<u>\$ 50,883,996</u>
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**Net Asset Value and Offering Price Per Share  
(unlimited authorization — no par value)**

<b>Institutional Shares (\$50,883,996 ÷ 4,597,277)*</b> .....	<u>\$ 11.07</u>
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\* Redemption price may vary depending on length of time shares are held.

The accompanying notes are an integral part of the financial statements.

**STATEMENT OF OPERATIONS****Investment Income:**

Dividend Income .....	\$	141,702
Interest Income .....		27,311
Less: Foreign Taxes Withheld .....		(426)

<b>Total Investment Income</b> .....		<u>168,587</u>
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**Expenses:**

Investment Advisory Fees .....		273,275
Administration Fees .....		56,327
Trustees' Fees .....		13,380
Shareholder Servicing Fees .....		8,509
Chief Compliance Officer Fees .....		3,164
Offering Costs .....		66,669
Legal Fees .....		37,250
Audit Fees .....		24,600
Transfer Agent Fees .....		21,694
Printing Fees .....		11,500
Registration Fees .....		6,378
Custodian Fees .....		4,463
Insurance and Other Expenses .....		8,552

<b>Total Expenses</b> .....		<u>535,761</u>
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**Less:**

Waiver of Investment Advisory Fees .....		<u>(175,537)</u>
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<b>Net Expenses</b> .....		<u>360,224</u>
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<b>Net Investment Loss</b> .....		<u>(191,637)</u>
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<b>Net Realized Gain on Investments</b> .....		1,794,078
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<b>Net Unrealized Appreciation on Investments</b> .....		<u>3,308,882</u>
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<b>Net Realized and Unrealized Gain on Investments (Note 10)</b> . . .		<u>5,102,960</u>
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<b>Net Increase in Net Assets Resulting from Operations</b> .....	\$	<u><u>4,911,323</u></u>
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\* The Fund commenced operations on January 16, 2019.

The accompanying notes are an integral part of the financial statements.

**STATEMENT OF CHANGES IN NET ASSETS**

	Period Ended September 30, 2019*
<b>Operations:</b>	
Net Investment Loss .....	\$ (191,637)
Net Realized Gain on Investments .....	1,794,078
Net Unrealized Appreciation on Investments .....	3,308,882
<b>Net Increase in Net Assets Resulting from Operations .....</b>	<b>4,911,323</b>
<b>Capital Share Transactions:</b>	
Institutional Shares:	
Issued in Connection with In-Kind Transfer** .....	45,972,673
<b>Net Increase in Net Assets from Share Transactions .....</b>	<b>45,972,673</b>
<b>Total Increase in Net Assets .....</b>	<b>50,883,996</b>
<b>Net Assets:</b>	
Beginning of Period .....	—
End of Period .....	\$ 50,883,996
<b>Shares Transactions:</b>	
Institutional Shares:	
Issued in Connection with In-Kind Transfer** .....	4,597,277
<b>Net Increase in Shares Outstanding from Share Transactions ...</b>	<b>4,597,277</b>

\* The Fund commenced operations on January 16, 2019.

\*\* See Note 10 in Notes to Financial Statements.  
Amounts designated as “—” are \$0.

The accompanying notes are an integral part of the financial statements.

**FINANCIAL HIGHLIGHTS**Selected Per Share Data & Ratios  
For a Share Outstanding  
Throughout the Period

	<b>Period Ended September 30, 2019*</b>
<b>Institutional Shares</b>	
Net Asset Value, Beginning of Period .....	\$ 10.00
Income (Loss) from Operations:	
Net Investment Loss <sup>(1)</sup> .....	(0.04)
Net Realized and Unrealized Gain .....	1.11
Total from Operations .....	1.07
Net Asset Value, End of Period .....	\$ 11.07
<b>Total Return†</b> .....	<b>10.70%</b>

**Ratios and Supplemental Data**

Net Assets, End of Period (Thousands) .....	\$ 50,884
Ratio of Expenses to Average Net Assets .....	0.99%**
Ratio of Expenses to Average Net Assets (Excluding Waivers) .....	1.47%**
Ratio of Net Investment Loss to Average Net Assets .....	(0.52)%**
Portfolio Turnover Rate .....	65%***

<sup>(1)</sup> Per shares calculations were performed using average shares for the period.

\* The Fund commenced operations on January 16, 2019.

\*\* Annualized.

\*\*\* Portfolio turnover is for the period indicated and has not been annualized.

† Total return is for the period indicated and has not been annualized. Total return would have been lower had certain expenses not been waived and assumed by the Adviser during the period. Returns shown do not reflect the deduction of taxes that a shareholder would pay on Fund distributions or the redemption of Fund shares.

The accompanying notes are an integral part of the financial statements.

**NOTES TO FINANCIAL STATEMENTS****1. Organization:**

The Advisors' Inner Circle Fund III (the "Trust") is organized as a Delaware statutory trust under a Declaration of Trust dated December 4, 2013. The Trust is registered under the Investment Company Act of 1940, as amended, as an open-end management investment company with 28 funds. The financial statements herein are those of the Nicholas Partners Small Cap Growth Fund (the "Fund"). The investment objective of the Fund is to seek long-term capital appreciation. The Fund is classified as a diversified investment company and invests 80% of its net assets in securities of small-capitalization companies. Nicholas Investment Partners, L.P. serves as the Fund's investment adviser (the "Adviser"). The Fund currently offers Institutional Class Shares. The Fund commenced operations on January 16, 2019. The financial statements of the remaining funds of the Trust are presented separately. The assets of each fund are segregated, and a shareholder's interest is limited to the fund in which shares are held.

**2. Significant Accounting Policies:**

The following are significant accounting policies, which are consistently followed in the preparation of the financial statements of the Fund. The Fund is an investment company that applies the accounting and reporting guidance issued in Topic 946 by the U.S. Financial Accounting Standards Board ("FASB").

*Use of Estimates* — The preparation of financial statements in conformity with U.S. generally accepted accounting principles ("U.S. GAAP") requires management to make estimates and assumptions that affect the fair value of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates and such differences could be material.

*Security Valuation* — Securities listed on a securities exchange, market or automated quotation system for which quotations are readily available (except for securities traded on the NASDAQ Stock Market (the "NASDAQ")), including securities traded over the counter, are valued at the last quoted sale price on an exchange or market (foreign or domestic) on which they are traded on valuation date (or at approximately 4:00 pm Eastern Standard Time if a security's primary exchange is normally open at that time), or, if there is no such reported sale on the valuation date, at the most recent quoted bid price. For securities traded on NASDAQ, the NASDAQ Official Closing Price will be used. If available, debt securities are priced based upon valuations provided by independent, third-party pricing

agents. Such values generally reflect the last reported sales price if the security is actively traded. The third-party pricing agents may also value debt securities at an evaluated bid price by employing methodologies that utilize actual market transactions, broker supplied valuations, or other methodologies designed to identify the market value for such securities. Such methodologies generally consider such factors as security prices, yields, maturities, call features, ratings and developments relating to specific securities in arriving at valuations. On the first day a new debt security purchase is recorded, if a price is not available on the automated pricing feeds from our primary and secondary pricing vendors nor is it available from an independent broker, the security may be valued at its purchase price. Each day thereafter, the debt security will be valued according to the Trusts' Fair Value Procedures until an independent source can be secured. Debt obligations with remaining maturities of sixty days or less may be valued at their amortized cost, which approximates market value provided that it is determined the amortized cost continues to approximate fair value. Should existing credit, liquidity or interest rate conditions in the relevant markets and issuer specific circumstances suggest that amortized cost does not approximate fair value, then the amortized cost method may not be used. The prices for foreign securities are reported in local currency and converted to U.S. dollars using currency exchange rates.

Securities for which market prices are not "readily available" are valued in accordance with "Fair Value Procedures" established by the Fund's Board of Trustees (the "Board"). The Fund's Fair Value Procedures are implemented through a Fair Value Committee (the "Committee") designated by the Board. Some of the more common reasons that may necessitate that a security be valued using Fair Value Procedures include: the security's trading has been halted or suspended; the security has been de-listed from a national exchange; the security's primary trading market is temporarily closed at a time when under normal conditions it would be open; the security has not been traded for an extended period of time; the security's primary pricing source is not able or willing to provide a price; or trading of the security is subject to local government imposed restrictions. When a security is valued in accordance with the Fair Value Procedures, the Committee will determine the value after taking into consideration relevant information reasonably available to the Committee.

In accordance with U.S. GAAP, the Fund discloses fair value of its investments in a hierarchy that prioritizes the inputs to valuation techniques used to measure the fair value. The objective of a fair value measurement is to determine the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). Accordingly, the fair value hierarchy gives



the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described below:

- Level 1 — Unadjusted quoted prices in active markets for identical, unrestricted assets or liabilities that the Fund has the ability to access at the measurement date;
- Level 2 — Other significant observable inputs (includes quoted prices for similar securities, interest rates, prepayment speeds, credit risk, referenced indices, quoted prices in inactive markets, adjusted quoted prices in active markets, adjusted quoted prices on foreign equity securities that were adjusted in accordance with pricing procedures approved by the Board, etc.); and
- Level 3 — Prices, inputs or exotic modeling techniques which are both significant to the fair value measurement and unobservable (supported by little or no market activity).

Investments are classified within the level of the lowest significant input considered in determining fair value. Investments classified within Level 3 whose fair value measurement considers several inputs may include Level 1 or Level 2 inputs as components of the overall fair value measurement.

For the period ended September 30, 2019, there have been no significant changes to the Fund's fair valuation methodology.

*Federal Income Taxes* — It is the Fund's intention to qualify as a regulated investment company for Federal income tax purposes by complying with the appropriate provisions of Subchapter M of the Internal Revenue Code of 1986 (the "Code"), as amended. Accordingly, no provisions for Federal income taxes have been made in the financial statements.

The Fund evaluates tax positions taken or expected to be taken in the course of preparing the Fund's tax returns to determine whether it is "more-likely than-not" (i.e., greater than 50-percent) that each tax position will be sustained upon examination by a taxing authority based on the technical merits of the position. Tax positions not deemed to meet the more-likely-than-not threshold are recorded as a tax benefit or expense in the current period. The Fund did not record any tax provision in the current period. However, management's conclusions regarding tax positions taken may be subject to review and adjustment at a later date based on factors including, but not limited to, examination by tax authorities (i.e., from commencement of operations, as applicable), on-going analysis of and changes to tax laws, regulations and interpretations thereof.

As of and during the period ended September 30, 2019, the Fund did not have a liability for any unrecognized tax benefits. The Fund recognizes interest and penalties, if any, related to unrecognized tax benefits as income tax expense in the Statement of Operations. During the period ended September 30, 2019, the Fund did not incur any interest or penalties.

*Security Transactions and Investment Income* — Security transactions are accounted for on trade date. Costs used in determining realized gains and losses on the sale of investment securities are based on the specific identification method. Dividend income and expense are recorded on the ex-dividend date. Interest income is recognized on the accrual basis from settlement date and includes the amortization of premiums and the accretion of discount. Certain dividends from foreign securities will be recorded as soon as the Fund is informed of the dividend if such information is obtained subsequent to the ex-dividend date. Discounts and premiums on fixed income securities are accreted and amortized using the effective interest method. Realized gains (losses) on paydowns of mortgage-backed and asset-backed securities are recorded as an adjustment to interest income.

*Investments in Real Estate Investment Trusts ("REITs")* — With respect to the Fund, dividend income is recorded based on the income included in distributions received from REIT investments using published REIT reclassifications including some management estimates when actual amounts are not available. Distributions received in excess of any estimated amount are recorded as a reduction of the cost of investments or reclassified to capital gains. The actual amounts of income, return of capital, and capital gains are only determined by each REIT after its fiscal year-end, and may differ from estimated amounts.

*Expenses* — Most expenses of the Trust can be directly attributed to a particular fund. Expenses which cannot be directly attributed to a particular fund are apportioned among the funds of the Trust based on the number of funds and/or relative net assets.

*Cash* — Idle cash may be swept into various time deposit accounts and is classified as cash on the Statement of Assets and Liabilities. The Fund maintains cash in bank deposit accounts which, at times may exceed United States federally insured limits. Amounts invested are available on the same business day.

*Dividends and Distributions to Shareholders* — The Fund distributes its net investment income and any net realized capital gains at least annually. All distributions are recorded on ex-dividend date.

*Deferred Offering Costs* — Offering costs of the Fund, including costs of printing the initial prospectus, legal, and registration fees, are being

amortized to expense over a twelve month period. As of September 30, 2019, the Fund had \$30,138 remaining to be amortized.

*Redemption Fees* — The Fund retains a redemption fee of 2.00% on redemptions of capital shares held for less than thirty days. Fees collected are retained by the Fund for the benefit of the remaining shareholders and are included in capital shares transactions in the Statement of Changes in Net Assets. For the period ended September 30, 2019, the Fund did not retain any fees.

### **3. Transactions with Affiliates:**

Certain officers of the Trust are also employees of SEI Investments Global Funds Services (the "Administrator"), a wholly owned subsidiary of SEI Investments Company, and/or SEI Investments Distribution Co. (the "Distributor"). Such officers are paid no fees by the Trust, other than the Chief Compliance Officer ("CCO") as described below, for serving as officers of the Trust.

The services provided by the ("CCO") and his staff are paid for by the Trust as incurred. The services include regulatory oversight of the Trust's Advisors and service providers as required by SEC regulations. The CCO's services and fees have been approved by and are reviewed by the Board.

### **4. Administration, Distribution, Shareholder Servicing, Custodian and Transfer Agent Agreements:**

The Fund and the Administrator are parties to an Administration Agreement under which the Administrator provides administration services to the Fund. For these services, the Administrator is paid an asset based fee, which will vary depending on the number of share classes and the average daily net assets of the Fund. For the period ended September 30, 2019, the Fund paid \$56,327 for these services.

The Fund has adopted a shareholder servicing plan (the "Service Plan") under which a shareholder servicing fee of up to 0.10% of average daily net assets of Institutional Servicing Shares of the Fund's will be paid to other service providers. Under the Service Plan, other service providers may perform, or may compensate other service providers for performing certain shareholder and administrative services. For the period ended September 30, 2019, the Fund did not pay for these services.

Brown Brothers Harriman & Co. acts as custodian (the "Custodian") for the Fund. The Custodian plays no role in determining the investment policies of the Fund or which securities are to be purchased or sold by the Fund.

DST Systems, Inc., serves as the transfer agent and dividend disbursing agent for the Fund under a transfer agency agreement with the Trust.

**5. Investment Advisory Agreement:**

Under the terms of an investment advisory agreement, the Adviser provides investment advisory services to the Fund at a fee calculated at an annual rate of 0.75% of the Fund's average daily net assets.

In addition, The Adviser has contractually agreed to waive fees and reimburse expenses to the extent necessary to keep total annual Fund operating expenses (excluding interest, taxes, brokerage commissions, acquired fund fees and expenses, and extraordinary expenses (collectively, "excluded expenses")) from exceeding 0.99% of the Fund's average daily net assets until January 31, 2021 (the "expense cap"). The Adviser may recover all or a portion of its fee reductions or expense reimbursements, up to the expense cap in place at the time the expenses were waived, within a three-year period from the year in which it reduced its fee or reimbursed expenses if the Fund's total annual fund operating expenses are below the Expense Limitation. This agreement may be terminated by: (i) the Board, for any reason at any time; or (ii) the Adviser, upon ninety (90) days' prior written notice to the Trust, effective as of the close of business on January 31, 2021. As of September 30, 2019, the fees which were previously waived and reimbursed to the Fund by the Adviser which may be subject to possible future reimbursement, up to the expense cap in place at the time the expenses were waived and reimbursed to the Fund, to the Adviser were \$175,537 expiring in 2022.

**6. Investment Transactions:**

For the period ended September 30, 2019, the Fund made purchases of \$32,170,084 and sales of \$37,730,068 in investment securities, excluding in-kind transactions, long-term U.S. Government and short-term securities. For the period ended September 30, 2019, there were no purchases or sales of long-term U.S. Government securities.

**7. Federal Tax Information:**

The amount and character of income and capital gain distributions to be paid, if any, are determined in accordance with Federal income tax regulations, which may differ from U.S. GAAP. As a result, net investment income (loss) and net realized gain (loss) on investment transactions for a reporting period may differ significantly from distributions during such period. These book/tax differences may be temporary or permanent. To the extent these differences are permanent in nature, they are charged or credited to distributable earnings or paid-in capital, as appropriate, in the period that the differences arise.

Accordingly, the following permanent differences that are primarily attributable to net investment losses have been reclassified to (from) the following accounts:

<u>Distributable Earnings</u>	<u>Paid-in Capital</u>
\$ 190,040	\$ (190,040)

These reclassifications had no impact on the net assets or net values of the Fund.

There were no dividends or distributions declared for the period.

As of September 30, 2019, the components of Distributable Earnings on a tax basis were as follows:

Undistributed Long-Term Capital Gain	\$1,805,379
Unrealized Appreciation	8,086,943
Other Temporary Differences	1
Total Distributable Earnings	<u>\$9,892,323</u>

For Federal income tax purposes the difference between Federal tax cost and book cost primarily relates to wash sales which cannot be used for Federal income tax purposes in the current year and have been deferred for use in future years. The Federal tax cost and aggregate gross unrealized appreciation and depreciation for the investments held (excluding foreign currency) by the Fund at September 30, 2019, were as follows:

<u>Federal Tax Cost</u>	<u>Aggregate Gross Unrealized Appreciation</u>	<u>Aggregate Gross Unrealized Depreciation</u>	<u>Net Unrealized Appreciation</u>
\$41,178,106	\$9,682,509	\$(1,595,566)	\$8,086,943

## 8. Concentration of Risks:

As with all management investment companies, a shareholder of the Fund is subject to the risk that his or her investment could lose money. The Fund is subject to the principal risks noted below, any of which may adversely affect the Fund's net asset value ("NAV") and ability to meet its investment objective.

*Convertible Securities Risk* — The value of a convertible security is influenced by changes in interest rates (with investment value declining as interest rates increase and increasing as interest rates decline) and the credit standing of the issuer. The price of a convertible security will also normally vary in some proportion to changes in the price of the underlying common stock because of the conversion or exercise feature.

*Currency Risk* — As a result of the Fund's investments in securities denominated in, and/or receiving revenues in, foreign currencies, the Fund will be subject to currency risk. Currency risk is the risk that foreign currencies will decline in value relative to the U.S. dollar, in which case the dollar value of an investment in the Fund would be adversely affected. Currency exchange rates may fluctuate in response to, among other things, changes in interest rates, intervention (or failure to intervene) by U.S. or foreign governments, central banks or supranational entities, or by the imposition of currency controls or other political developments in the United States or abroad.

*Depository Receipts Risk* — Depository receipts, such as ADRs, are certificates evidencing ownership of shares of a foreign issuer that are issued by depository banks and generally trade on an established market. Depository receipts are subject to many of the risks associated with investing directly in foreign securities, including, among other things, political, social and economic developments abroad, currency movements and different legal, regulatory and tax environments.

*Equity Market Risk* — The risk that stock prices will fall over short or extended periods of time.

*ETFs Risk* — The risks of owning shares of an ETF generally reflect the risks of owning the underlying securities the ETF is designed to track, although lack of liquidity in an ETF could result in its value being more volatile than the underlying portfolio securities. When the Fund invests in an ETF, in addition to directly bearing the expenses associated with its own operations, it will bear a pro rata portion of the ETF's expenses.

*Foreign Investment/Emerging Markets Risk* — The risk that non-U.S. securities may be subject to additional risks due to, among other things, political, social and economic developments abroad, currency movements and different legal, regulatory and tax environments. These additional risks may be heightened with respect to emerging market countries because political turmoil and rapid changes in economic conditions are more likely to occur in these countries. Emerging market countries are countries that major international financial institutions, such as the International Monetary Fund or the World Bank, generally consider to be less economically mature than developed nations.

*Growth Style Risk* — The Adviser's growth investment style may increase the risks of investing in the Fund. Because the prices of growth stocks are based largely on the expectation of future 5 earnings, growth stock prices can decline rapidly and significantly when it appears that those expectations will not be met. In addition, a growth investing style may go in and out of favor over time, causing the Fund to sometimes underperform other equity funds that use differing investing styles

*IPO Risk* — The market value of shares issued in an IPO may fluctuate considerably due to factors such as the absence of a prior public market, unseasoned trading, the small number of shares available for trading and limited information about a company's business model, quality of management, earnings growth potential, and other criteria used to evaluate its investment prospects. Accordingly, investments in IPO shares involve greater risks than investments in shares of companies that have traded publicly on an exchange for extended periods of time. Investments in IPO shares may also involve high transaction costs, and are subject to market risk and liquidity risk, which are described below.

*Liquidity Risk* — The risk that certain securities may be difficult or impossible to sell at the time and the price that the seller would like. The seller may have to lower the price, sell other securities instead or forego an investment opportunity, any of which could have a negative effect on Fund management or performance.

*Management Risk* — The risk that the Fund may not meet its investment objective based on the Adviser's success or failure to implement investment strategies for the Fund.

*Market Risk* — The risk that the market value of a security may move up and down, sometimes rapidly and unpredictably. Market risk may affect a single issuer, an industry, a sector or the equity or bond market as a whole.

*New Fund Risk* — Because the Fund is new, investors in the Fund bear the risk that the Fund may not be successful in implementing its investment strategy, may not employ a successful investment strategy, or may fail to attract sufficient assets under management to realize economies of scale, any of which could result in the Fund being liquidated at any time without shareholder approval and at a time that may not be favorable for all shareholders. Such liquidation could have negative tax consequences for shareholders and will cause shareholders to incur expenses of liquidation.

*Portfolio Turnover Risk* — The Fund is subject to portfolio turnover risk because it may buy and sell investments frequently. Such a strategy often involves higher expenses, including brokerage commissions, and may increase the amount of capital gains (in particular, short term gains) realized by the Fund. Shareholders may pay tax on such capital gains.

*REITs Risk* — REITs are trusts that invest primarily in commercial real estate or real estate-related loans. The Fund's investments in REITs will be subject to the risks associated with the direct ownership of real estate. Risks commonly associated with the direct ownership of real estate include fluctuations in the value of underlying properties, defaults by borrowers or tenants, changes in interest rates and risks related to general or local economic conditions. Some REITs may have limited diversification and may be subject to risks inherent in financing a limited number of properties.

*Sector Emphasis Risk* — The securities of companies in the same business sector, if comprising a significant portion of the Fund's portfolio, may in some circumstances react negatively to market conditions, interest rates and economic, regulatory or financial developments and adversely affect the value of the portfolio to a greater extent than if such securities comprised a lesser portion of the Fund's portfolio or the Fund's portfolio was diversified across a greater number of industry sectors.

*Small Capitalization Companies Risk* — Small capitalization companies in which the Fund may invest may be more vulnerable to adverse business or economic events than larger, more established companies. In particular, small capitalization companies may have limited product lines, markets and financial resources and may depend upon a relatively small management group. Therefore, small capitalization stocks may be more volatile than those of larger companies. Small capitalization stocks may be traded over-the-counter or listed on an exchange.

#### 9. Concentration of Shareholders:

At September 30, 2019, 100% of total shares outstanding were held by one affiliated shareholder owning 10% or greater of the aggregate total shares outstanding. This shareholder is comprised of omnibus accounts that are held on behalf of various shareholders.

In the normal course of business, the Fund enters into contracts that provide general indemnifications. The Fund's maximum exposure under these arrangements is dependent on future claims that may be made against the Fund and, therefore, cannot be established; however, based on experience, the risk of loss from such claim is considered remote.

#### 10. In-Kind Transactions:

The Fund received contributions in-kind of investment securities. The securities were received in a tax-free transaction at their current fair value of \$44,932,711 including unrealized appreciation of \$4,790,960 on the date of the transactions. The Fund made an accounting policy election to carryforward the historical cost basis of the securities transferred given the tax-free nature of the transaction. As a result of this contribution, the following units of the Fund were issued for assets valued at:

Transaction Date	Units Issued	Securities at Value	Cash	Total Assets
1/16/2019	4,597,277	\$44,932,711	\$1,039,962	\$45,972,673

#### 11. New Accounting Pronouncements:

In August 2018, the FASB issued Accounting Standards Update 2018-13, Fair Value Measurement (Topic 820). The new guidance includes additions and modifications to disclosures requirements for fair value measurements. For public



entities, the amendments are effective for financial statements issued for fiscal years beginning after December 15, 2019, and interim periods within those fiscal years. Management elected to early adopt the removal of certain disclosures and delay the adoption of additional disclosure until the effective date.

**12. Subsequent Events:**

The Fund has evaluated the need for additional disclosures and/or adjustments resulting from subsequent events through the date the financial statements were issued. Based on this evaluation, no additional disclosures and/or adjustments were required to the financial statements as of September 30, 2019.

**REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

To the Board of Trustees of The Advisors' Inner Circle Fund III and Shareholders of Nicholas Partners Small Cap Growth Fund

**Opinion on the Financial Statements**

We have audited the accompanying statement of assets and liabilities, including the schedule of investments, of Nicholas Partners Small Cap Growth Fund (one of the funds constituting The Advisors' Inner Circle Fund III, hereafter referred to as the "Fund") as of September 30, 2019, the related statement of operations for the period ended September 30, 2019, the statement of changes in net assets and the financial highlights for the period January 16, 2019 (commencement of operations) through September 30, 2019, including the related notes, (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Fund as of September 30, 2019, the results of its operations for the period then ended, the changes in its net assets and the financial highlights for the period January 16, 2019 (commencement of operations) through September 30, 2019 in conformity with accounting principles generally accepted in the United States of America.

**Basis for Opinion**

These financial statements are the responsibility of the Fund's management. Our responsibility is to express an opinion on the Fund's financial statements based on our audit. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Fund in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit of these financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud.

Our audit included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audit also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our procedures included confirmation of securities owned as of September 30, 2019 by correspondence with the custodian and brokers; when replies were not received from brokers, we performed other auditing procedures. We believe that our audit provides a reasonable basis for our opinion.

/s/ PricewaterhouseCoopers LLP

Philadelphia, Pennsylvania  
November 27, 2019

We have served as the auditor of one or more investment companies in Nicholas Investment Partners, L.P. since 2019.

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**DISCLOSURE OF FUND EXPENSES (Unaudited)**

All mutual funds have operating expenses. As a shareholder of a mutual fund, your investment is affected by these ongoing costs, which include (among others) costs for Fund management, administrative services, and shareholder reports like this one. It is important for you to understand the impact of these costs on your investment returns.

Operating expenses such as these are deducted from the mutual fund's gross income and directly reduce your final investment return. These expenses are expressed as a percentage of the mutual fund's average net assets; this percentage is known as the mutual fund's expense ratio.

The following examples use the expense ratio and are intended to help you understand the ongoing costs (in dollars) of investing in your Fund and to compare these costs with those of other mutual funds. The examples are based on an investment of \$1,000 made at the beginning of the period shown and held for the entire period from April 1, 2019 to September 30, 2019.

The table on the next page illustrates your Fund's costs in two ways:

- **Actual Fund Return.** This section helps you to estimate the actual expenses after fee waivers that your Fund incurred over the period. The "Expenses Paid During Period" column shows the actual dollar expense cost incurred by a \$1,000 investment in the Fund, and the "Ending Account Value" number is derived from deducting that expense cost from the Fund's gross investment return.

You can use this information, together with the actual amount you invested in the Fund, to estimate the expenses you paid over that period. Simply divide your ending starting account value by \$1,000 to arrive at a ratio (for example, an \$8,600 account value divided by \$1,000 = 8.6), then multiply that ratio by the number shown for your Fund under "Expenses Paid During Period."

- **Hypothetical 5% Return.** This section helps you compare your Fund's costs with those of other mutual funds. It assumes that the Fund had an annual 5% return before expenses during the year, but that the expense ratio (Column 3) for the period is unchanged. This example is useful in making comparisons because the Securities and Exchange Commission requires all mutual funds to make this 5% calculation. You can assess your Fund's comparative cost by comparing the hypothetical result for your Fund in the "Expense Paid During Period" column with those that appear in the same charts in the shareholder reports for other mutual funds.

**DISCLOSURE OF FUND EXPENSES (Unaudited)**

**Note:** Because the return is set at 5% for comparison purposes — NOT your Fund's actual return — the account values shown may not apply to your specific investment.

	<b>Beginning Account Value 4/01/19</b>	<b>Ending Account Value 9/30/19</b>	<b>Annualized Expense Ratios</b>	<b>Expenses Paid During Period*</b>
<b>Nicholas Partners Small Cap Growth Fund</b>				
Actual Fund Return	\$ 1,000.00	\$ 1,004.50	0.99%	\$ 4.97
Hypothetical 5% Return	1,000.00	1,020.10	0.99	5.01

\* Expenses are equal to the Fund's annualized expense ratio multiplied by the average account value over the period, multiplied 183/365 (to reflect the one-half year period).

**TRUSTEES AND OFFICERS OF THE ADVISORS' INNER CIRCLE FUND III (Unaudited)**

Set forth below are the names, years of birth, positions with the Trust, length of term of office, and the principal occupations for the last five years of each of the persons currently serving as Trustees and Officers of the Trust. Unless otherwise noted, the business address of each Trustee is SEI Investments Company, One Freedom Valley Drive, Oaks, Pennsylvania 19456. Trustees who are deemed not to be "interested persons" of the Trust are referred to as "Independent Trustees." Mr. Doran is a Trustee who

Name and Year of Birth	Position with Trust and Length of Time Served <sup>1</sup>	Principal Occupations in the Past Five Years
<b>INTERESTED TRUSTEES<sup>2,3</sup></b>		
WILLIAM M. DORAN (Born: 1940)	Chairman of the Board of Trustees (since 2014)	Self-Employed Consultant since 2003. Partner at Morgan, Lewis & Bockius LLP (law firm) from 1976 to 2003. Counsel to the Trust, SEI Investments, SIMC, the Administrator and the Distributor. Secretary of SEI Investments since 1978.
<b>INDEPENDENT TRUSTEES<sup>3</sup></b>		
JON C. HUNT (Born: 1951)	Trustee and Lead Independent Trustee (since 2014)	Retired since 2013. Consultant to Management, Convergent Capital Management, LLC ("CCM") from 2012 to 2013. Managing Director and Chief Operating Officer, CCM from 1998 to 2012.
THOMAS P. LEMKE (Born: 1954)	Trustee (since 2014)	Retired since 2013. Executive Vice President and General Counsel, Legg Mason, Inc. from 2005 to 2013.
JAY C. NADEL (Born: 1958)	Trustee (since 2016)	Self-Employed Consultant since 2004. Executive Vice President, Bank of New York Broker Dealer from 2002 to 2004. Partner/Managing Director, Weiss Peck & Greer/Robeco from 1986 to 2001.
RANDALL S. YANKER (Born: 1960)	Trustee (since 2014)	Co-Founder and Senior Partner, Alternative Asset Managers, L.P. since 2004.

1 Each Trustee shall hold office during the lifetime of this trust until the election and qualification of his or her successor, or until he or she sooner dies, resigns, or is removed in accordance with the Trust's Declaration of Trust.

2 Denotes Trustees who may be deemed to be "interested" persons of the Fund as that term is defined in the 1940 Act by virtue of their affiliation with the Distributor and/or its affiliates.

3 Trustees oversee 28 funds in The Advisors' Inner Circle Fund III.

may be an "interested" persons of the Trust as that term is defined in the 1940 Act by virtue of their affiliation with the Trust's Distributor. The Trust's Statement of Additional Information ("SAI") includes additional information about the Trustees and Officers. The SAI may be obtained without charge by calling 1-833-810-7345. The following chart lists Trustees and Officers as of September 30, 2019.

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**Other Directorships  
Held in the Past Five Years<sup>4</sup>**

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Current Directorships: Trustee of Gallery Trust, Schroder Series Trust, Schroder Global Series Trust, SEI Daily Income Trust, SEI Institutional International Trust, SEI Institutional Investments Trust, SEI Institutional Managed Trust, SEI Asset Allocation Trust, SEI Tax Exempt Trust, Adviser Managed Trust, New Covenant Funds, SEI Insurance Products Trust and SEI Catholic Values Trust. Director of SEI Investments, SEI Investments (Europe), Limited, SEI Investments—Global Funds Services, Limited, SEI Investments Global, Limited, SEI Investments (Asia), Limited, SEI Global Nominee Ltd., SEI Investments – Unit Trust Management (UK) Limited and SEI Investments Co. Director of the Distributor.

Former Directorships: Trustee of O'Connor EQUUS (closed-end investment company) to 2016. Trustee of SEI Liquid Asset Trust to 2016. Trustee of Winton Series Trust to 2017. Trustee of The Advisors' Inner Circle Fund, The Advisors' Inner Circle Fund II, Bishop Street Funds, The KP Funds and Winton Diversified Opportunities Fund (closed-end investment company) to 2018.

Current Directorships: Trustee of City National Rochdale Funds, Gallery Trust, Schroder Series Trust and Schroder Global Series Trust.

Former Directorships: Trustee of O'Connor EQUUS (closed-end investment company) to 2016. Member of Independent Committee of Nuveen Commodities Asset Management to 2016. Trustee of Winton Series Trust to 2017. Trustee of Winton Diversified Opportunities Fund (closed-end investment company) to 2018.

Current Directorships: Trustee of Gallery Trust, Schroder Series Trust, Schroder Global Series Trust, JP Morgan Active Exchange-Traded Funds and Symmetry Panoramic Trust.

Former Directorships: Trustee of Munder Funds to 2014. Trustee of Victory Funds to 2015. Trustee of O'Connor EQUUS (closed-end investment company) to 2016. Trustee of Winton Series Trust and AXA Premier VIP Trust to 2017. Trustee of Winton Diversified Opportunities Fund (closed-end investment company) to 2018.

Current Directorships: Trustee of City National Rochdale Funds, Gallery Trust, Schroder Series Trust and Schroder Global Series Trust.

Former Directorships: Trustee of Rochdale Investment Trust to 2013. Trustee of Winton Series Trust to 2017. Director of Lapolla Industries, Inc. to 2017. Trustee of Winton Diversified Opportunities Funds (closed-end investment company) to 2018.

Current Directorships: Trustee of Gallery Trust, Schroder Series Trust and Schroder Global Series Trust. Independent Non-Executive Director of HFA Holdings Limited.

Former Directorships: Trustee of O'Connor EQUUS (closed-end investment company) to 2016. Trustee of Winton Series Trust to 2017. Trustee of Winton Diversified Opportunities Funds (closed-end investment company) to 2018.

<sup>4</sup> Directorships of Companies required to report to the Securities and Exchange Commission under the Securities Exchange act of 1934 (i.e., "public companies") or other investment companies under the 1940 act.

<b>Name and Year of Birth</b>	<b>Position with Trust and Length of Time Served</b>	<b>Principal Occupations in the Past Five Years</b>
<b>OFFICERS</b>		
MICHAEL BEATTIE (Born: 1965)	President (since 2014)	Director of Client Service, SEI Investments Company, since 2004.
JAMES BERNSTEIN (Born: 1962)	Vice President and Assistant Secretary (since 2017)	Attorney, SEI Investments, since 2017.  Prior Positions: Self-employed consultant, 2017. Associate General Counsel & Vice President, Nationwide Funds Group and Nationwide Mutual Insurance Company, from 2002 to 2016. Assistant General Counsel & Vice President, Market Street Funds and Provident Mutual Insurance Company, from 1999 to 2002.
JOHN BOURGEOIS (Born: 1973)	Assistant Treasurer (since 2017)	Funds Accounting Manager, SEI Investments, since 2000.
STEPHEN CONNORS (Born: 1984)	Treasurer, Controller and Chief Financial Officer (since 2015)	Director, SEI Investments, Funds Accounting, since 2014. Audit Manager, Deloitte & Touche LLP, from 2011 to 2014.
DIANNE M. DESCOTEAUX (Born: 1977)	Vice President and Secretary (since 2014)	Counsel at SEI Investments since 2010. Associate at Morgan, Lewis & Bockius LLP, from 2006 to 2010.



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Other Directorships  
Held In the Past Five Years

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None.

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None.

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None.

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None.

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None.

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Name and Year of Birth	Position with Trust and Length of Time Served	Principal Occupations in the Past Five Years
<b>OFFICERS (continued)</b>		
RUSSELL EMERY (Born: 1962)	Chief Compliance Officer (since 2014)	Chief Compliance Officer of SEI Structured Credit Fund, LP since 2007. Chief Compliance Officer of The Advisors' Inner Circle Fund, The Advisors' Inner Circle Fund II, Bishop Street Funds, The KP Funds, The Advisors' Inner Circle Fund III, Gallery Trust, Schroder Series Trust, Schroder Global Series Trust, SEI Institutional Managed Trust, SEI Asset Allocation Trust, SEI Institutional International Trust, SEI Institutional Investments Trust, SEI Daily Income Trust, SEI Tax Exempt Trust, Adviser Managed Trust, New Covenant Funds, SEI Insurance Products Trust and SEI Catholic Values Trust. Chief Compliance Officer of O'Connor EQUUS (closed-end investment company) to 2016. Chief Compliance Officer of SEI Liquid Asset Trust to 2016. Chief Compliance Officer of Winton Series Trust to 2017. Chief Compliance Officer of Winton Diversified Opportunities Fund (closed-end investment company) to 2018.
MATTHEW M. MAHER (Born: 1975)	Vice President and Assistant Secretary (since 2018)	Counsel at SEI Investments since 2018. Attorney, Blank Rome LLP, from 2015 to 2018. Assistant Counsel & Vice President, Bank of New York Mellon, from 2013 to 2014. Attorney, Dilworth Paxson LLP, from 2006 to 2013.
ROBERT MORROW (Born: 1968)	Vice President (since 2017)	Account Manager, SEI Investments, since 2007.
BRIDGET E. SUDALL (Born: 1980)	Privacy Officer (since 2015)  Anti-Money Laundering Officer (since 2015)	Senior Associate and AML Officer, Morgan Stanley Alternative Investment Partners, from 2011 to 2015. Investor Services Team Lead, Morgan Stanley Alternative Investment Partners, from 2007 to 2011.

**Other Directorships  
Held in the Past Five Years**

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None.

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None.

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None.

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None.

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**Nicholas Partners Small Cap Growth Fund**

P.O. Box 219009  
Kansas City, MO 64121-9009  
1-833-810-7345  
[www.nicfunds.com](http://www.nicfunds.com)

**Investment Adviser**

Nicholas Investment Partners, L.P.  
6451 El Sicomoro Street  
Rancho Santa Fe, California, 92067

**Administrator**

SEI Investments Global Funds Services  
One Freedom Valley Drive  
Oaks, PA 19456

**Distributor**

SEI Investments Distribution Co.  
One Freedom Valley Drive  
Oaks, Pennsylvania 19456

**Legal Counsel**

Morgan, Lewis & Bockius LLP  
1701 Market Street  
Philadelphia, Pennsylvania 19103

**This information must be preceded or accompanied by a current prospectus for the Fund described.**

NIC-AR-001-0100